#### PEOPLES BANCORP INC

Form 4 April 18, 2005

# FORM 4

Section 16.

Form 4 or

obligations

Form 5

### UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

Check this box if no longer subject to

#### STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section may continue. 30(h) of the Investment Company Act of 1940

2. Issuer Name and Ticker or Trading

Symbol

See Instruction 1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person \*

**BROUGHTON GEORGE W** 

			PEOPLES BANCORP INC [PEBO]			(C	(Check all applicable)				
(Last) (First) (Middle)  138 PUTNAM STREET, P.O. BOX 738			3. Date of Earliest Transaction (Month/Day/Year) 04/14/2005					_X_ Director 10% Owner Officer (give title below) Other (specify below)			
MARIETT	(Street) A, OH 45750		4. If Amendment, Date Original Filed(Month/Day/Year)					6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person			
(City)	(State)	(Zip)	Tabl	le I - Non-I	Derivative	Securit	ties A	cquired, Dispose	d of, or Benefi	cially Owned	
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	e 2A. Deemo Execution any (Month/Da	Date, if	Code (Instr. 8)	4. Securion OnAcquired Disposed (Instr. 3,	(A) or d (A) or d of (D) 4 and 5	) Price	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
Stock								110,570	2		
Common Stock								7,666	I	As Custodian	
Common Stock								16,637	I	As Trustee	
Common Stock								558	I	by Corporation	
Common Stock								105	I	by Daughter	

**OMB APPROVAL** 

3235-0287

January 31,

2005

0.5

**OMB** 

Number:

Expires:

response...

5. Relationship of Reporting Person(s) to

Issuer

Estimated average

burden hours per

### Edgar Filing: PEOPLES BANCORP INC - Form 4

Common Stock

16,333

I

by Spouse (1)

(9-02)

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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#### Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transactic Code (Instr. 8)	Securities	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and An Underlying Sec (Instr. 3 and 4)
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title N
Non-Qualified Stock Option (right to buy)	\$ 26.01	04/14/2005		A	1,155	04/14/2006	04/14/2015	Common Stock
Deferred Compensation	(2)					08/08/1988(2)	(2)	Common Stock
Non-Qualified Stock Option (right to buy)	\$ 13.23					10/10/1997 <u>(3)</u>	04/10/2007	Common Stock
Non-Qualified Stock Option (right to buy)	\$ 13.483					04/13/2000	04/13/2010	Common Stock
Non-Qualified Stock Option (right to buy)	\$ 15.449					10/15/1999 <u>(4)</u>	04/15/2009	Common Stock
Non-Qualified Stock Option (right to buy)	\$ 21.302					04/08/1998	04/09/2008	Common Stock
Non-Qualified Stock Option (right to buy)	\$ 21.705					04/10/2004	04/10/2013	Common Stock
Non-Qualified Stock Option	\$ 24.533					04/11/2003	04/11/2012	Common Stock

(right to buy)

Non-Qualified

Stock Option \$ 27.511 (right to buy)

04/08/2005 04/08/2014

Common Stock

**Reporting Owners** 

Reporting Owner Name / Address	Relationships					
	Director	10% Owner	Officer	Other		
BROUGHTON GEORGE W						
138 PUTNAM STREET	X					
P.O. BOX 738	Λ					
MARIETTA, OH 45750						

## **Signatures**

By: Donald J. Landers For: George W. Broughton

04/15/2005

\*\*Signature of Reporting Person

Date

## **Explanation of Responses:**

- \* If the form is filed by more than one reporting person, see Instruction 4(b)(v).
- \*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- (1) Reporting person disclaims beneficial ownership of these shares.
- (2) Shares are only payable subsequent to termination of service pursuant to the terms and conditions of the Peoples Bancorp Inc. Deferred Compensation Plan for Directors of Peoples Bancorp Inc. and Subsidiaries.
- (3) 20% vested six-months from date of grant; thereafter, 20% annual vesting from date of grant.
- (4) 100% vested 6 months from date of grant.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

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